

URSTADT BIDDLE PROPERTIES INC
Form 4
January 05, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
URSTADT CHARLES J

2. Issuer Name and Ticker or Trading Symbol
URSTADT BIDDLE PROPERTIES INC [UBP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board and CEO

2 PARK PLACE
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

BRONXVILLE, NY 10708

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------------------------|---|-----------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 01/02/2009 | | J ⁽¹⁾ | | 75,000 | A | \$ 0 | 3,223,027 ⁽²⁾ | I | See Footnote ⁽⁴⁾ |
| Common Stock | 01/02/2009 | | J ⁽³⁾ | | 75,000 | D | ⁽³⁾ | 3,148,027 | I | See Footnote ⁽⁴⁾ |
| Common Stock | 01/02/2009 | | J ⁽³⁾ | | 758 | D | ⁽³⁾ | 3,147,269 | I | See Footnote ⁽⁴⁾ |
| Common Stock | 01/02/2009 | | J ⁽³⁾ | | 75,758 | A | ⁽³⁾ | 3,223,027 ⁽²⁾ | I | See Footnote |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | Other |
|---|---------------|-----------|-------------------------------|--|-------------|
| | Director | 10% Owner | Officer | | |
| URSTADT CHARLES J 2 PARK PLACE BRONXVILLE, NY 10708 | X | X | Chairman of the Board and CEO | | |
| URSTADT PROPERTY CO INC 2 PARK PLACE BRONXVILLE, NY 10708 | | | | | Joint Filer |

Signatures

Charles J. Urstadt by Thomas D. Myers as Attorney-in-Fact
Date: 01/05/2009

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On January 2, 2009, the Issuer entered into an agreement with Charles J. Urstadt (the "Reporting Person") whereby the Reporting Person (1) was granted a restricted stock award of 75,000 shares of Common Stock pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan (the "Restricted Stock Award Plan").

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(2) This figure includes 431,250 restricted shares of Common Stock issued pursuant to the Restricted Stock Award Plan, which, after the transactions reported on this Form 4, are owned by Urstadt Realty Shares II L.P. ("URS II"), a Delaware limited partnership of which Mr. Urstadt is the limited partner and Urstadt Property Company, Inc. (a Delaware corporation of which Mr. Urstadt is a controlling shareholder) ("UPCO") is the general partner. On January 4, 2009, restrictions applicable to a previously reported grant of 15,000 restricted shares of Common Stock held by URS II lapsed resulting in URS II becoming fully vested in such shares. This resulted in no change in the number of shares held by URS II or in the number of shares beneficially owned by the Reporting Person.

(3) Pursuant to an agreement dated January 2, 2009 between UPCO, as general partner of URS II, and Mr. Urstadt, as limited partner of URS II, UPCO and Mr. Urstadt, each transferred Common Stock of the Issuer to URS II in amounts of 758 shares and 75,000 shares, respectively. These contributions had no effect on Mr. Urstadt's beneficial ownership of Common Stock of the Issuer.

(4) Mr. Urstadt individually is not the direct beneficial owner of any shares of Common Stock of the Issuer, but when aggregating the 747,803 shares of Common Stock held by URS II (including the 431,250 restricted shares referenced in footnote (2)), the 535,051 shares of Common Stock held by UPCO, the 21,300 shares of Common Stock held by Elinor Urstadt, Mr. Urstadt's wife, the 17,867 shares of Common Stock held by the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefits and Deferred Compensation Plan for the benefit of Mr. Urstadt, and the 1,901,006 shares of Common Stock held by Urstadt Realty Associates Co LP, a Delaware limited partnership of which UPCO is the general partner, and Mr. Urstadt, Mrs. Urstadt, the Catherine U. Biddle Irrevocable Trust and the Charles D. Urstadt Irrevocable Trust (for each of which trusts Mr. Urstadt is the sole trustee) are the limited partners, results in Mr. Urstadt beneficially owning 3,223,027 shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.